Board of Directors' Report

on the State of Affairs of Econergy Renewable Energy Ltd.
As of March 31, 2025

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Powering Renewables.

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The Board of Directors of Econergy Renewable Energy Ltd. (hereinafter - the "**Company**") is pleased to submit the Company's Board of Directors' Report as of March 31, 2025 in accordance with the Securities Regulations (Periodic and Immediate Reports), 1970 (hereinafter - the "**Report Regulations**").

Part A | The Board of Directors' explanations regarding the Company's business situation

1. General - The Company's Activities and Significant Events During and Subsequent to the Reporting Period

The Company engages in the development, construction and operation of renewable energy systems in the UK and Europe. The Company was incorporated and registered in Israel on February 9, 2021 as a private company limited by shares, in accordance with the Companies Law, 1999 (hereinafter - the "**Companies Law**"), and it operates on its own and through corporations under its control (hereinafter - the "**Group**").

On July 7, 2021, the Company published a supplementary prospectus and a shelf prospectus (dated July 8, 2021, Ref: 2021-01-049951), in preparation for the issuance of the Company's shares on the Tel Aviv Stock Exchange Ltd. (the "**TASE**"), and on July 9, 2021, the Company published a supplementary notice (Ref: 2021-01-050950) on this matter. Since July 13, 2021, the Company's shares are traded on the TASE under the symbol ECNR.

1.1. Areas of Activity

The Company has six business activity segments divided by geographical location, which are described as areas of activity in the Description of the Corporation's Business, as follows:

1.1.1. Area of activity - Italy;
1.1.2. Area of activity - England;
1.1.3. Area of activity - Romania;
1.1.4. Area of activity - Poland;
1.1.5. Area of activity - Spain;
1.1.6. Area of activity - Greece.

1.2. Holding structure

For information regarding the structure of the Company's holdings, please see Section 1.3.3 of Chapter A – Description of the Corporation's Business, attached to the 2024 Annual Report, as published on March 12, 2025 (Ref: 2025-01-016675) (hereinafter - the "**2024 Annual Report**").

1.3. Business environment

For information regarding the Company's business environment, please see Sections 1.7, 1.8.1, 1.9.1, 1.10.1, 1.11.1 and 1.12.1 of Chapter A – Description of the Corporation's Business, attached to the 2024 Annual Report, and Section 1.5 below.

1.4. Material events in the reporting period and until the date of publication of the report

A. Commercial operation of the Scurtu Mare project in Romania

On January 27, 2025, the Scurtu Mare project (a project for the generation of solar photovoltaic electricity with a capacity of approx. 56 MW) began commercial operation, when the project was connected to the electricity grid and a gradual flow of electricity began into the grid. For additional information regarding the project's connection, see the Company's immediate report dated January 28, 2025 (Ref: 2025-01-007142), fully presented in this report by way of reference.

B. Sale of the Niculesti project in Romania

On January 30, 2025, the sale transaction in Romania was completed for the Niculesti project, with a capacity of 214 MW for a total consideration of approx. EUR 33.2 million. To date, Econergy UK has received payments in the amount of approx. EUR 29.2 million and the balance of approx. EUR 4 million is expected to be received during 2025. As a result of the transaction, the Company recorded a profit from the realization of a development of approx. EUR 27 million. For additional information, please see the immediate report dated February 2, 2025 (Ref: 2025-01-007966), fully presented in this report by way of reference.

C. Expansion of the cooperation with Phoenix Insurance Company Ltd. regarding the Company's projects in Romania and in Poland

On January 4, 2023, Econergy UK signed a cooperation agreement, a convertible loan and fixed loan agreements, as well as a shareholders' agreement with the Phoenix Insurance Company Ltd. and its related entities (hereinafter collectively - "**Phoenix**") regarding the entry into a cooperation and the provision of loans by the Phoenix for the financing of part of the construction costs of the Company's photovoltaic projects in Romania and Poland (in this section - the "**project/s**") in a total amount of approx. EUR 150 million (in this section - the "**agreements**" and the "**loans**", respectively). For information regarding the terms of the agreements and loans, please see Section 1.20 of Chapter A of the 2024 Annual Report, as well as immediate reports dated January 5, 2023 and May 16, 2023 (Refs: 2023-01-002413 and 2023-01-044518, respectively), fully presented in this report by way of reference.

In accordance with the agreements, in 2023-2024, the Company completed the signing, through Econergy UK and other companies held by the Company, of binding agreements for the provision of financing for the Resko project in Poland in the total amount of approx. EUR 28.34 million, for the Oradea project in Romania in the total amount of approx. EUR 44.16 million, for the Scurtu Mare project in Romania in the total amount of approx. EUR 32.1 million, for the Bobicesti project in Romania in the total amount of approx. EUR 15.2 million and for the Melinesti project in Romania in the total amount of EUR 22.1 million. For additional information, please see the immediate reports dated May 16, 2023 and October 31, 2024 (Refs: 2023-01-044518 and 2024-01-612876, respectively), fully presented in this report by way of reference.

In addition, on October 30, 2024, Phoenix exercised its right to convert into shares a convertible loan in the amount of EUR 4.2 million in the project corporation that holds full rights to the Company's Resko project in Poland, and on February 7, 2025, Phoenix undertook to exercise its right to convert the convertible loans granted to the Scurtu Mare and Oradea projects. For additional information, please see the immediate reports dated October 31, 2024 and February 9, 2025 (Refs: 2024-01-612876 and 2025-01-009366, respectively), fully presented in this report by way of reference. Also, please see Note 3A to the Company's financial statements for the 3-month period ended March 31, 2025, attached to this report (the "**Financial Statements**").

On March 27, 2025, Econergy UK signed an amendment to the agreement regarding the expansion of cooperation, under which Phoenix will increase its investment in the Company's projects in Romania and Poland by an additional EUR 75 million, so that

Phoenix's total investment will be EUR 225 million. In addition, according to the amendment to the agreement, the parties may decide that in certain projects a fixed loan will not be provided. Completion of the investment is subject to the fulfillment of conditions detailed in the agreement, which the Company estimates are expected to be fulfilled in the coming months. For additional information, please see the immediate report dated March 30, 2025 (Ref: 2025-01-021904).

D. PPA agreements in Romania

The Company is in advanced negotiations to enter into a power purchase agreement (PPA) for four of the Company's projects in Romania with a cumulative capacity of approx. 172 MW. Negotiations are being conducted with an international company that operates mainly in Europe and is engaged in the generation and supply of green electricity. As part of the PPA agreement, the price of electricity generated in the project, for 70% of the production, is expected to be fixed for a period of 10 years starting from the date of commercial operation. It should be noted that the rest of the electricity, amounting to 30%, which will be generated in the projects, is expected to be sold at market prices (Merchant) and not as part of the agreement. The Company estimates that the PPA agreement is expected to be signed at the beginning of Q2/2025.

E. A private offering of the Company’s no-par value ordinary shares

On February 13, 2025, the Company raised approx. NIS 35 million through a private offering of 1,330,000 of the Company’s ordinary shares to institutional investors, including entities from the Migdal Insurance and Financial Holdings Ltd. Group, which became an interested party in the Company due to the allocation. For additional information, please see the material private offering report dated February 13, 2025 (Ref: 2025-01-010482), fully presented in this report by way of reference.

F. Settlement agreement with the construction contractor in the Swangate project

On March 21, 2025, Econergy UK entered into a settlement agreement with the construction contractor in the Swangate project. For additional information, please see Note 3E to the financial statements.

G. Issuance of options to employees

In accordance with the decision of the Company's Board of Directors dated November 13, 2024, on November 14, 2024 the Company published an outline and report of a private allocation to employees, for the allocation of 282,500 options convertible into 282,500 of the Company’s ordinary shares for 19 of the Company’s employees, as well as 1,950,000 options convertible into 1,950,000 of the Company’s ordinary shares to Altshuler Shaham Investment House (the “**trustee**”), which will serve as a pool for future grants of options to employees. On November 24, 2024, the allocation of the options (the "**Option Pool**") was completed. For additional information, please see the immediate report dated November 14, 2024 (Ref: 2024-01-615719).

On March 11, 2025, the Company's Board of Directors approved the granting of an additional 102,500 options to 3 offerees from the Company's employee options pool, with an exercise price of NIS 28.63.

On May 14, 2025, the Company’s Board of Directors decided to publish an outline and report of a private allocation to employees, for the allocation of 226,500 options convertible into 226,500 of the Company’s ordinary shares for 14 of the Company’s employees, as well as 1,555,830 options convertible into 1,555,830 of the Company’s ordinary shares to Altshuler Shaham Investment House (the “**trustee**”), which will serve as a pool for future grants of options to employees. For additional information, please see the outline and report on a nonmaterial private offering, which is published close to this report.

The company's estimates regarding its expected revenue from the agreement and the projects described above, the projects' construction costs, revenues and returns, and regarding the fulfillment of the conditions for completing the additional investment from Phoenix, as well as for converting the existing convertible loans by Phoenix, entering into PPA agreements and their terms, constitute forward-looking information, as defined in the securities law, 1968, the realization of which is uncertain and not under the sole control of the company. The above assessments are based, among other things, on the Company's plans and preparations, and may not materialize due to factors beyond the Company's control, as well as due to the materialization of any of the risk factors described in Section 1.29 of Chapter A of the 2024 Annual Report.

2. Regulatory updates

2.1. UK

2.1.1. Update on the electricity grid connection reform

On April 15, 2025, the British electricity regulator (Ofgem)[1] approved the electricity grid connection reform published by the British electricity grid operator, the National Energy System Operator (NESO). For additional information regarding this reform, please see Section 1.9.1.2 of Chapter A of the Company's 2024 Annual Report.

It should be noted that the Company has prepared for the expected changes following approval of the plan, while comprehensively reviewing its pipeline of projects, among other things, through the following steps:

A. Completion of engagement in land leases for projects.

B. Submission of planning applications for projects with a high chance, according to the Company's assessment, of receiving an updated connection offer to the grid.

C. Reduction in the number of projects for which, according to the Company's assessment, there is no reasonable chance of receiving an updated connection offer, according to the terms of the reform as published.

The Company estimates that the above actions will increase the likelihood that its development projects will be granted an earlier connection date to the grid.

[1] https://www.ofgem.gov.uk/decision/decision-connections-reform-package-tm04

2.2. Romania

2.2.1. The process of the Romanian Energy Authority (ANRE) joining the AIB organization[2]

In January 2025, a draft emergency order[3] was published for public discussion by the Romanian Minister of Energy, which deals with changing the current regulations on renewable energy and some of the provisions relating to Guarantees of Origin (GoOs) for the renewable energy sector.

According to the draft, the Romanian Energy Authority is expected to join the AIB organization as an observer member, up to 60 days from the entry into effect of the emergency order and to achieve full membership in the organization by June 1, 2026.

Full membership in the organization will enable international trading of GoOs and an increase in demand for the acquisition of renewable energy sources by multinational companies, especially through Power Purchase Agreements (PPAs)[4].

2.3. Poland

2.3.1. Investment assistance program for BESS facilities

At the beginning of April 2024, the National Fund for Environmental Protection and Water Management (NFOŚiGW) in Poland launched the tender for an assistance program to support investments in BESS facilities in the amount of PLN 4.15 billion[5]. For additional information regarding the program, please see Section 1.11.1.2 of Chapter A of the Company's 2024 Annual Report.

As of the date of the report, the Company estimates that three of its BESS projects, which are under licensing as of the date of this report, with a total capacity of approx. 180 MW, are expected to participate in the tender.

The Company's estimates regarding the licensing processes in the countries of activity, including the likelihood that the Company's projects in development in the UK will be granted an earlier date for connection to the grid, and the expectation that the Company's projects will participate in a competitive procedure in Poland, the projects' construction costs, revenues and returns, are forward-looking information, as defined in the Securities Law, 1968, the realization of which is uncertain and not under the sole control of the Company. The above assessments are based, among other things, on the Company's plans and preparations, and may not materialize due to factors beyond the Company's control, as well as due to the materialization of any of the risk factors described in Section 1.29 of Chapter A of the 2024 Annual Report.

3. Project Development Status

3.1. Introduction

It should be noted that the association of projects with the various statuses regarding development stages, as detailed below, is based on the Company's existing pipeline of projects and the Company's existing work plan for implementing projects as detailed in this section and in Section 2 of Chapter B of the 2024 Annual Report, which does not take into account the continued initiation and development of additional projects.

The development status of the projects is determined according to these principles:

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2 The Association of Issuing Bodies (AIB): is a European organization whose purpose is to develop, use and promote a system of standards called the European Energy Certificate System (EECS). The system ensures the commercial credibility of certificates of origin, while meeting several criteria such as: objectivity, non-discrimination, transparency, and economic efficiency.

3 https://energie.gov.ro/proiectul-de-act-normativ-forma-actualizata-a-documentului-postat-in-data-de-18-10-2024-ca-a-urmare-a-preluarii-observatiilor-din-cadrul-procedurii-de-transparenta-decizionala-derulata-de-ministeru/

4 For additional information regarding PPA agreements in Romania, please see Section 1.10.1.1 of Chapter A - Description of the Corporation's Business of the Company's 2024 Annual Report.

5 https://www.gov.pl/web/nfosigw/rusza-nabor-wnioskow-na-dofinansowanie-magazynow-energii-z-budzetem-4-mld-zl

- **"Projects in initiation"** - Systems that as of the date of the report have not yet matured to licensing and for which all of the following conditions are met: feasibility tests for grid connection are being conducted; comprehensive tests of land type and licensing limitations are being conducted; a binding agreement exists with relevant landowners; economic feasibility tests have been conducted;
- "**Projects under license**" - Systems for which there is a land lease/purchase agreement and grid connection approval (except in Poland where grid connection approval is obtained at the final stage of project development) and which are in the process of obtaining a building permit.
- "**Pre-construction projects"** - Systems that have received all the required approvals for starting construction or systems for which there is approval for connection to the grid and for which all significant approvals have been received (including approval for an environmental survey) in order to obtain final licensing permits, and the Company estimates that the project will become a project under construction within 12 months from the date of the report.
- "**Projects under construction**" - Systems whose construction process has begun.
- "**Ready to connect projects**" - Systems whose physical construction stage has been fully completed or for which a connection request has been submitted, but have not yet been connected to the electricity grid.
- **"Projects in commercial operation" ("in operation")** - Systems where the construction has been completed and the electricity generated is flowing to the relevant electrical grid.

3.2. The Company's management anticipates that not all projects in the various stages of development will reach maturity and RTB status, and therefore the Company conducts regular assessments regarding the chances of success and the date of completion of development. According to the Company's assessment, the expected investment, construction and connection of projects is lower than the number of projects being developed and the projected capacity of projects being developed.

The probabilities of successful completion of the development processes according to their status vary from country to country depending on different regulatory procedures, and based on its experience, the Company estimates them as follows:

Pre-construction projects - 85-95%.

Projects under license - 60-80%.

Projects in initiation - 35-40%.

3.3. Use of Non-GAAP metrics

The EBITDA, FFO and FCF measures of the Company's projects are non-GAAP financial metrics, i.e., they are not accounting measures, and accordingly these indices were not built according to accounting standards.

The Company estimates that some of the companies are held or are expected to be held by a third party, as detailed in Note 2 to the Company's financial statements for 2024. The customary engagement arrangements within the Group regarding systems that are not under the Company's control are handled using the equity method. According to this method, the results of the investees are not reflected in a detailed manner in the Company's financial statements (revenue, expenses, etc.), but through a single "net" amount, which does not allow the reader to calculate the above indicators from the financial statements. Therefore, the Company estimates that it is of importance to present the total revenues and financial indicators as stated, in such a way as to enable the readers of the reports to examine and analyze the results of the various systems.

EBITDA (earnings before interest, taxes, depreciation, and amortization) - The metric is calculated as a project's revenue less all expenses except financing, taxes, depreciation, and amortizations.

FFO (funds from operations) - The metric is calculated based on the EBITDA index, taking into account the tax and financing expenses, excluding financing expenses for shareholder loans.

FCF (free cash flow) - The free cash flow to the shareholders after the debt service is calculated based on FFO less payments on loan principal, excluding shareholder loan principal.

Effective, unleveraged yield for the Company - The yield is calculated as the ratio between the company's share in EBITDA plus revenue from property management services, and the Company's unleveraged share in the total costs of the project, less revenue from construction management services.

3.4. It should be noted that starting from the 2024 Annual Report published by the Company, all of the Company's projects (photovoltaics, wind and storage), are presented below in megawatts (including comparative data from previous periods, as indicated). Accordingly, there may be differences in the presentation of data between this report and previous reports.

3.5. The following is a summary of the status of photovoltaic, wind and BESS projects in development and the expected capacities in the countries in which the Company operates, as of the date of publication (data are presented in MW):

Status	Italy	UK	Romania	Spain	Poland	Greece	Total
In operation	22	50	302	-		-	374
Ready to connect	-	-	145	-	52	-	197
Under construction	11	120	225	-	-	-	356
Subtotal	**32**	**170**	**672**	**-**	**52**	**-**	**927**
Pre-construction	178	333	684	-	48	-	**1,242**
Under license	1,777	815	657	-	765	460	**4,474**
Initiation	581	3,147	981	479	1,430	500	**7,118**
Total MW in development	**2,568**	**4,465**	**2,994**	**479**	**2,295**	**960**	**13,761**
Number of PV, wind and storage projects	**121**	**23**	**35**	**3**	**35**	**3**	**220**
Number of PV and wind projects	**114**	**14**	**35**	**3**	**22**	**3**	**191**
Of which PV projects with combined storage (Co-located)	**-**	**11**	**15**	**-**	**-**	**-**	**26**

3.6. The following is a summary of the projects according to the type of project (all data are presented in MW), as of the date of publication of the report:

Type of project	Italy	UK	Romania	Spain	Poland	Greece	Total
PV	1,385	1,382	1,702	479	867	960	**6,774**
Wind	530	-	161	-	-	-	**691**
BESS (co-located)	-	1,773	1,131	-	-	-	**2,904**
BESS (stand-alone)	652	1,311	-	-	1,427	-	**3,391**
Total projects under development	**2,567**	**4,466**	**2,994**	**479**	**2,295**	**960**	**13,761**

3.7. The Company continuously assesses the development status and expected connection dates in each country, derived from the expected development process in each country and the expected project construction process after the readiness phase for construction until the connection to the electric grid. For information regarding the licensing processes in the various countries, please see Section 1.3.2.8 of Chapter A of the 2024 Annual Report.

3.8. The following is an analysis of the PV, wind and BESS projects' development in the various territories where the Company operates since the publication of the 2024 Annual Report (the data is presented in MW):

Country	Development status	December 31, 2024 Report publication date	March 31, 2025 Report publication date
Italy	In operation	21	22
	Ready to connect	1	-
	Under construction	8	11
	Pre-construction	190	178
	Under license	1,636	1,777
	Initiation	1,027	581
	Total Italy	**2,883**	**2,567**
UK	In operation	50	50
	Ready to connect	-	-
	Under construction	120	120
	Pre-construction	70	333
	Under license	331	815
	Initiation	4,044	3,147
	Total UK	**4,615**	**4,466**
Romania	In operation	301	302
	Ready to connect	87	145
	Under construction	283	225
	Pre-construction	516	684
	Under license	714	657
	Initiation	352	981
	Total Romania	**2,253**	**2,994**

Country	Development status	December 31, 2024 Report publication date	March 31, 2025 Report publication date
Spain	In operation	-	-
	Ready to connect	-	-
	Under construction	-	-
	Pre-construction	-	-
	Under license	-	-
	Initiation	479	479
	Total Spain	**479**	**479**
Poland	In operation	-	-
	Ready to connect	52	52
	Under construction	-	-
	Pre-construction	48	48
	Under license	756	765
	Initiation	1,401	1,430
	Total Poland	**2,257**	**2,295**
Greece	In operation	-	-
	Ready to connect	-	-
	Under construction	-	-
	Pre-construction	-	-
	Under license	460	460
	Initiation	500	500
	Total Greece	**960**	**960**
Total	In operation	372	374
	Ready to connect	140	197
	Under construction	411	356
	Pre-construction	824	1,242
	Under license	3,897	4,474
	Initiation	7,803	7,118
Total under development and construction	**MW**	**13,447**	**13,761**

Italy - The Company has continued to promote new projects and is in the development process since the last report. During the first quarter of 2025, the Company connected one project with a capacity of MW to the electricity grid and continued the development of new projects in the development process. In addition, the Company continues to develop a pipeline of storage projects with a total capacity of 652 MW, of which 355 MW are in the initiation stage and 297 MW are under license. As of the date of publication of the report, the pipeline of storage projects in Italy includes 7 stand-alone projects.

UK - The Company continued its development activities in the country. In addition, the Company continued the construction of the Dalmarnock and Immingham storage projects with a capacity of 40 MW and 80 MW, respectively. The Company expects that the projects will be connected to the electricity grid in the third quarter 2025 and in the second quarter 2026, respectively. As of the date of publication of the report, the Company's pipeline of storage projects in the UK includes 9 stand-alone projects and 11 co-located projects.

Romania - As of the date of publication of the report, the following three projects were connected to the electricity grid in Romania: the Ratesti project with a capacity of approx. 155 MW, the Parau project with a capacity of approx. 92 MW and the Scurtu Mare project with a capacity of approx. 55 MW. The Company completed the construction of the Oradea project, which is expected to connect to the electricity grid in the second quarter of 2025. The Company continued the construction of the Bobicesti and Melinesti projects with a capacity of approx. 25 MW and 31 MW, respectively. The projects are expected to complete construction and connect to the electricity grid in the third quarter 2025. In addition, the Company completed the construction of the Iancu Jianu project with a capacity of 58 MW and as of the date of publication of the report, the Company is in ready to connect status. The Company is continuing the construction of six additional projects with a total capacity of 225 MW.

The company also continued to promote the addition of a battery storage component to existing photovoltaic projects in Romania (BESS co-located). As a result, in the first quarter of 2025, an increase of 779 MW of storage capacity in development was recorded compared to the fourth quarter of 2024, for a total storage capacity pipeline in development of 1,131 MW.

The Company estimates that in Romania the government regulation supports the development and construction of battery storage projects that are exempt from grid fees charging[6]. In addition, according to the latest plan for energy and climate, the installed capacity of battery energy storage facilities is expected to be at least 1,200 MW or 2,400 MWh by 2030[7].

According to a market consultant report,[8] the capacity of storage facilities in Romania at the beginning of February 2025 amounted to 150 MW and is expected to increase to 900 MW at the end of 2030 and to 4 GW by the end of 2050.

For additional information regarding the Company's storage strategy and types of potential storage revenues in Romania, please see Sections 1.7.7 and 1.10.1.2, respectively, in Chapter A of the Company's 2024 Annual Report.

Spain - The Company continues to develop the existing project pipeline in the country.

Poland - The Company continued the development of a pipeline of photovoltaic projects with a capacity of 867 MW and a pipeline of storage projects with a total capacity of 1,427 MW, of which 1,050 MW are in initiation, 329 MW are under license and 48 MW are pre-construction. As of the date of publication of the report, the pipeline of storage projects in Poland includes 12 stand-alone projects. The Company expects that the Resko project, a project for electricity-generation using photovoltaic technology, will be connected to the electricity grid in the third quarter of 2025.

Greece - The Company continues to develop the existing project pipeline in the country.

6 Romanian Government Legislation dated November 21, 2024: Emergency Ordinance No. 134, https://legislatie.just.ro/Public/DetaliiDocumentAfis/291380
7 https://commission.europa.eu/publications/romania-final-updated-necp-2021-2030-submitted-2024_en
8 Aurora Energy Research, Romanian Flexible Energy Market Forecast, April 2025

3.9. Projects in commercial operation status (amounts in EUR thousands), as of the date of publication of the report:

Country	Name of project	Technology	Installed capacity MWp	Storage capacity MWh	Company share (1)	First full year of operations	Validity of electricity sales agreement or capacity agreement	Rate guaranteed by agreement or tender win	Equity invested by the Company	Equity invested by the partner	Balance of shareholder loans - Company's share	Balance of shareholder loans - partner's share	Balance of project loans	Amortized cost	Leverage rate (2)	Total construction costs invested (6)	KWh/ KWp/ Year	Results for the quarter ended March 31, 2025 (6)							Projected project results (5), (6)				
																		Revenues from construction management services (4)	Revenues from property management services (4)	Project revenues from the sale of electricity	EBITDA from the sale of electricity	FFO from the sale of electricity	FCF from the sale of the electricity	FCF for the Company from the sale of electricity	Revenues from property management services (4)	Revenues from electricity sales (3)	EBITDA from the sale of electricity	FFO from the sale of electricity	FCF from the sale of electricity
Italy	Indovina 2	PV	1		50%	2026	N/R	N/R	472	472	-	-	-	897	54%	927	2,008	-	2	38	33	28	28	14	6	148	127	93	77
Italy	Baldacchino Benedetto	PV	1	-	50%	2026	N/R	N/R	446	446	-	-	-	873	57%	873	2,060	-	-	-	(4)	(9)	(9)	(4)	6	159	138	100	81
Italy	Gallo Assunta	PV	1		50%	2026	N/R	N/R	426	426	-	-	-	814	60%	836	2,044	-	2	39	31	26	26	13	6	151	130	92	75
Italy	Societa Verde	PV	1		50%	2026	N/R	N/R	451	451	-	-	-	887	57%	882	2,056	-	1	33	28	23	23	12	6	159	138	100	74
Italy	Palmeri	PV	1		50%	2026	N/R	N/R	458	458	-	-	-	877	56%	895	2,046	-	1	37	28	24	24	12	6	148	127	96	79
Italy	Rivarolo	PV	11		50%	2026	N/R	N/R	3,902	3,902	-	-	-	7,688	51%	7,803	1,587	-	11	279	212	173	173	87	53	1,323	1,086	825	706
Italy	Favari	PV	1		50%	2026	N/R	N/R	461	461	-	-	-	903	55%	903	1,949	-	1	37	29	25	25	12	6	143	122	88	70
Italy	Cumiana	PV	4		100%	2025	N/R	N/R	-	-	3,348	-	-	3,626	60%	3,437	1,542	-	5	118	97	95	95	48	-	536	447	315	233
Romania	Parau	PV	92		50%	2026	N/R	N/R	6,304	12,818	5,794	9,439	38,180	64,908	59%	65,100	1,434	-	41	1,495	729	156	156	78	387	9,675	7,657	6,313	2,285
Romania	Scurtu Mare	PV	55		51%	2026	N/R	N/R	2,975	21,903	9,298	7,898	-	40,173	70%	37,101	1,480	48	34	448	405	402	402	201	194	5,943	5,004	3,373	1,872
Romania	Ratesti	PV	155		50%	2026	N/R	N/R	10,710	10,710	13,200	13,200	54,392	91,581	59%	101,862	1,416	-	20	901	113	(702)	(2,968)	(1,484)	630	15,753	13,159	9,895	4,567
UK	West Melton	BESS	50	102	100%	2026	2042	GBP 63	2,061	-	14,592	-	27,087	47,949	56%	42,943	-	-	41	(7) 4,543	4,501	4,581	4,581	2,290	-	5,626	4,193	2,513	113
	Total photovoltaic		322	-																									
	Company's share - photovoltaic		164	-																									
	Total storage		50	102																									
	Company's share - storage		50	102																									
	Total		**373**	**102**					**28,666**	**52,047**	**46,232**	**30,537**	**119,659**	**261,176**		**263,562**		**48**	**159**	**7,967**	**6,202**	**4,822**	**2,556**	**1,279**	**1,300**	**39,764**	**32,328**	**23,803**	**10,232**
	Total Company share		**214**	**102**																						**23,022**	**18,534**	**13,349**	**5,308**

(1) The Company's share - in practice.
(2) Leverage rate in projects in Italy is an expected leverage rate, according to the Company's assessment.
(3) Revenues are calculated based on the assumption of closing fixed price electricity purchase transactions (PPA) for a period of 10 years, in Romania starting from the second half of 2025, for 70% of the output and the rest at expected market prices according to the Company's market advisors. The price of the PPA is based on the Company's estimates and advisors.
(4) Revenues from construction management services and revenues from property management services are presented at 100% and not at the Company's share.
(5) The figure reflects an estimated average of each of the first full five years of operation.
(6) Projected revenues, EBITDA, FFO and FCF are presented at 100% and not at the Company's share.
(7) Includes revenues of approx. EUR 4.5 million, which is compensation for loss of revenue from the construction contractor in the Swangate project in the UK.

3.10. Projects under construction and ready to connect (amounts in EUR thousands), as of the date of publication of the report:

Country	Name of project	Technology	Installed capacity MWp	BESS capacity MWh	Company's share (1)	Year of construction start	Expected year of connection	First full year of operations	Validity of electricity sales agreement or capacity agreement	Rate guaranteed by agreement or tender win	Equity invested by the Company	Equity invested by the partner	Total projected construction costs (2)	Total invested construction costs as of March 31, 2025	Balance of shareholder loans - Company's share	Balance of shareholder loans - partner's share	Balance of project loans	Expected leverage ratio	KWh/ KWp/ Year	Projected results for the first five full years of operation (5) (6)					
																				Total revenues from construction management services (4)	Revenues from property management services (4)	Projected revenues from the sale of electricity (3)	EBITDA from the sale of electricity	FFO from the sale of electricity	FCF from the sale of electricity
Italy	Sessa Aurunca 12	PV	3	-	100%	2025	2025	2027	-	-	376	-	2,668	782	407	-	-	60%	1,662	-	-	336	280	194	106
Italy	Casucci Giuseppa	PV	2	-	50%	2024	2025	2027	-	-	505	505	1,808	1,010	500	-	-	60%	2,015	24	13	313	270	197	147
Italy	Leini Doneddu	PV	6	-	50%	2024	2025	2027	-	-	1,783	1,783	4,465	3,566	-	-	-	60%	1,553	56	29	733	603	434	308
Poland	Resko	PV	52	-	51%	2022	2025	2026	2044	[7]PPA	3,840	7,948	44,639	39,504	6,588	1,506	26,493	69%	1,143	591	179	4,960	4,088	3,007	1,670
Romania	Baneasa	PV	33	-	51%	2024	2026	2027	-	-	2,752	-	21,521	2,752	-	-	-	56%	1,435	290	116	3,425	2,851	2,100	1,432
Romania	Mircea Voda	PV	34	-	51%	2024	2026	2027	-	-	4,117	-	21,880	4,117	-	-	-	60%	1,391	291	119	3,393	2,807	2,013	1,261
Romania	Ovidiu	PV	60	-	51%	2024	2026	2027	-	-	9,578	-	43,015	9,578	-	-	-	56%	1,572	571	208	6,720	5,692	4,167	2,861
Romania	Melinesti-Goesti	PV	31	-	51%	2024	2025	2027	-	-	425	9,369	21,410	14,931	5,714	3,379	-	66%	1,507	300	109	3,374	2,835	1,977	1,113
Romania	Bobicesti	PV	25	-	51%	2024	2025	2027	-	-	1,847	9,800	17,522	15,436	4,137	3,534	-	59%	1,528	227	87	2,739	2,307	1,702	1,105
Romania	Iancu Jianu	PV	58	-	100%	2024	2025	2027	-	-	2,706	-	32,769	27,480	5,602	-	21,581	84%	1,545	-	-	6,423	5,421	3,849	2,473
Romania	Oradea	PV	87	-	51%	2022	2025	2027	-	-	6,049	32,251	66,529	62,208	14,696	12,369	-	52%	1,264	891	299	7,752	6,001	4,067	1,342
Romania	Rosiori	PV	40	-	51%	2024	2026	2027	-	-	3,648	-	26,935	3,648	-	-	-	75%	1,459	365	140	4,197	3,505	2,284	1,049
UK	Immingham	BESS	80	240	100%	2024	2026	2027	-	-	9,398	-	43,011	9,398	-	-	-	65%	-	-	-	9,751	7,411	5,570	3,544
UK	Dalmarnock	BESS	40	120	100%	2024	2026	2027	-	-	6,463	-	27,883	6,463	-	-	-	59%	-	-	-	4,875	3,706	2,755	1,644
	Total photovoltaic		431																						
	Company's share - photovoltaic		251																						
	Total storage		120	360																					
	Company's share - storage		120	360																					
	Total		**551**	**360**							**53,487**	**61,656**	**376,055**	**200,873**	**37,644**	**20,787**	**48,074**			**3,605**	**1,299**	**58,991**	**47,777**	**34,316**	**20,055**
	Total Company share		**371**	**360**																		**40,554**	**32,598**	**23,554**	**14,029**

(1) The Company's share in the table above reflects its management's estimates in relation to existing partnerships.
(2) The data is presented in the above table at 100%, and not according to the Company's share (except in relation to the total Company share included in the table).
(3) Revenues are calculated based on the assumption of transactions for the purchase of electricity closing at a fixed price (PPA) for a period of 10 years starting from the first full year of operations (in Romania from the second half of 2025), 70% of the output and the rest at expected market prices according to the Company's market advisors. The PPA prices in the various markets are based on the estimates of the Company and its consultants.
(4) Income from construction management services and income from property management services are presented at 100% and not at the Company's share.
(5) The figure reflects an estimated average of each of the first full five years of operation.
(6) Construction costs, projected revenues, EBITDA, FFO and FCF are presented at 100% and not at the Company'sshare..
(7) For information, please see Section 1.11.5 of Chapter A of the 2024 Annual Report.

3.11. “Pre-construction” projects (amounts in EUR thousands):

Country	Name of project	Technology	Installed capacity MWp	BESS Capacity MWh	Company's share (1)	Year of construction start	Expected year of connection	First full year of operations	Validity of electricity sales agreement or capacity agreement	Rate guaranteed by agreement or tender win	Equity invested by the Company	Equity invested by the partner	Total projected construction costs (2)	Total invested construction costs as of March 31, 2025	Balance of shareholder loans - Company's share	Balance of shareholder loans - partner's share	Balance of project loans	Expected leverage ratio	KWh/ KWp/ Year	Projected project results for first five full years of operation (4)					
																				Total revenues from construction management services (6)	Revenues from property management services (5), (6)	Projected revenues from the sale of electricity (3)	EBITDA from the sale of electricity	FFO from the sale of electricity	FCF from the sale of electricity
Italy	Pipeline of 14 projects up to MWp10	PV	55	-	50%-100%	2025-2026	2026-2027	2027-2028	-	-	5,502	3,641	41,605	9,143	62	-	-	60%	1,525-2,051	-	-	7,006	5,819	4,135	2,871
Italy	Lombardore Benigno	PV	18	-	50%	2025	2026	2028	-	-	236	236	12,731	471	-	-	-	63%	1,520	159	82	2,052	1,662	1,180	756
Italy	Guarini	PV	99	-	50%	2025	2027	2029	-	-	1,042	1,042	76,756	2,084	-	-	-	60%	1,768	973	535	13,378	11,173	8,068	5,667
Poland	Konin	BESS	48	240	100%	2025	2026	2028	2044	(7)PLN 245	415	-	45,858	415	-	-	-	60%	-	-	-	6,444	5,183	3,704	3,104
Romania	Mihailesti	PV	54	-	50%	2025	2027	2028	-	-	1,866	-	36,622	1,866	-	-	-	55%	1,524	520	235	5,867	4,920	3,618	2,649
Romania	Salbatica	Wind	35	-	51%	2025	2027	2029	-	-	7,456	-	66,512	7,456	-	-	-	48%	2,486	864	121	7,608	6,576	4,653	2,859
Romania	Parau 2	PV	343	-	100%	2025	2027	2029	2042	EUR 49	10,146	-	213,069	10,146	-	-	-	75%	1,400	-	-	32,665	26,570	17,056	7,074
Romania	Parau 2_BESS	BESS	150	300	100%	2025	2027	2029	-	-	-	-	62,025	-	-	-	-	55%	-	-	-	18,967	14,928	11,521	9,550
UK	Exton	PV	47	-	100%	2025	2026	2028	-	-	710	-	42,850	710	-	-	-	55%	1,129	-	-	4,730	3,759	2,426	696
UK	Hayton	PV+BESS	115	102	100%	2026	2027	2029	-	-	679	-	59,197	679	-	-	-	60%	1,080	-	-	12,819	9,928	7,003	5,346
UK	Woolpots	PV+BESS	80	100	100%	2026	2027	2029	-	-	1,404	-	39,948	1,404	-	-	-	58%	1,071	-	-	9,361	7,217	5,158	4,093
UK	Orrell	BESS	70	210	100%	2025	2026	2028	-	-	430	-	38,392	430	-	-	-	60%	-	-	-	8,867	6,778	5,287	3,682
UK	Berrington	PV	21	-	100%	2025	2026	2027	-	-	723	-	12,623	723	-	-	-	60%	1,131	-	-	2,075	1,650	1,119	761
Total			**1,135**	**952**							**30,608**	**4,918**	**748,188**	**35,527**	**62**	**-**	**-**			**2,515**	**973**	**131,839**	**106,163**	**74,928**	**49,108**
Total Company share			**1,009**	**952**																		**114,596**	**91,694**	**64,530**	**42,024**

(1) The Company's share in the table above reflects the Company's management assessments in relation to existing and future partnerships published by the Company and not the actual holding rate as of the date of publication of the report.
(2) The data is presented in the above table at 100%, and not according to the Company's share (except in relation to the total Company share included in the table).
(3) Revenues are calculated based on the assumption of transactions for the purchase of electricity closing at a fixed price (PPA) for a period of 10 years starting from the first full year of operations (in Romania from the second half of 2025), 70% of the output and the rest at expected market prices according to the Company's market advisors. The PPA prices in the various markets are based on the estimates of the Company and its consultants.
(4) Income from construction management services and income from property management services are presented at 100% and not at the Company's share.
(5) The figure reflects an estimated average of each of the first full five years of operation.
(6) Establishment costs, projected revenues, EBITDA, FFO and FCF are presented at 100% and not at the Company’s share
(7) The project won a tender for availability services with fixed revenues for a period of 17 years. Total revenue for the period from the availability services is approx. EUR 40 million.

3.12. Projects under license whose construction, according to the Company's estimate, will begin within 12 months from the date of publication of the report (amounts in EUR thousands):

Country	Name of project	Technology	Installed capacity MWp	BESS Capacity MWh	Company's share (1)	Year of construction start	Expected year of connection	First full year of operations	Validity of electricity sales agreement or capacity agreement (4)	Rate guaranteed by agreement or tender win	Equity invested by the Company	Equity invested by the partner	Total projected construction costs (2)	Total invested construction costs as of March 31, 2025	Balance of shareholder loans - Company's share	Balance of shareholder loans - partner's share	Balance of project loans	Expected leverage ratio	KWh/ KWp/ Year	Projected project results for first five full years of operation (4)					
																				Total revenues from construction management services (6)	Revenues from property management services (5), (6)	Projected revenues from the sale of electricity (3)	EBITDA from the sale of electricity	FFO from the sale of electricity	FCF from the sale of electricity
Italy	Selvazzano	PV	5	-	100%	2025	2026	2027	-	-	213	-	3,494	213	-	-	-	60%	1,487	-	-	595	480	340	239
Poland	Nadziejewo	PV	29	-	100%	2025	2027	2028	-	-	957	-	18,445	957	-	-	-	60%	1,118	-	-	2,349	1,843	1,387	564
Poland	Janiszewko	PV	67	-	100%	2026	2027	2028	-	-	2,006	-	40,941	2,006	-	-	-	60%	1,063	-	-	5,080	3,930	2,876	1,048
Poland	Policko	PV	12	-	100%	2026	2026	2028	-	-	12	-	6,691	12	-	-	-	60%	1,230	-	-	1,054	847	638	430
Poland	ZARY	PV	72	-	100%	2026	2026	2028	-	-	445	-	34,378	445	-	-	-	60%	1,064	-	-	5,468	4,229	3,211	2,106
Poland	Janiszewko BESS	BESS	100	204	100%	2026	2027	2028	-	-	9	-	53,552	9	-	-	-	60%	-	-	-	9,399	6,771	4,876	5,489
Poland	Nadziejewo BESS	BESS	29	60	100%	2025	2027	2028	-	-	3	-	15,488	3	-	-	-	60%	-	-	-	2,760	1,989	1,440	1,633
Poland	ZARY BESS	BESS	50	102	100%	2026	2027	2028	-	-	-	-	27,431	-	-	-	-	60%	-	-	-	4,699	3,386	2,433	2,674
Poland	Karlino_BESS	BESS	50	102	100%	2026	2027	2028	-	-	-	-	26,436	-	-	-	-	60%	-	-	-	4,699	3,386	2,439	2,735
Romania	Wind Park Renewables	Wind	126	-	50%	2026	2028	2029	-	-	4,658	-	182,623	4,658	-	-	-	55%	2,829	2,636	1,247	31,177	27,460	20,225	17,084
Romania	Sun Green Renewables	PV	263	-	50%	2026	2027	2029	-	-	533	-	155,586	533	-	-	-	55%	1,367	2,152	1,024	25,610	20,938	15,432	11,091
Romania	Padina	PV	189	-	50%	2026	2027	2029	-	-	433	-	126,509	433	-	-	-	55%	1,413	1,750	764	19,093	15,723	11,392	7,730
Romania	Mihailesti 2	PV	79	-	50%	2025	2027	2028	-	-	130	-	39,908	130	-	-	-	55%	1,550	582	346	8,653	7,280	5,610	4,751
	Total		**1,071**	**468**							**9,400**	**-**	**731,482**	**9,400**	**-**	**-**	**-**			**7,120**	**3,381**	**120,636**	**98,262**	**72,299**	**57,574**
	Total Company share		**743**	**468**																		**78,370**	**62,562**	**45,968**	**37,247**

(1) The Company's share in the table above reflects the Company's management assessments in relation to existing and future partnerships published by the Company and not the actual holding rate as of the date of publication of the report.
(2) The data is presented in the above table at 100%, and not according to the Company's share (except in relation to the total Company share included in the table).
(3) The revenue forecast is based on the price forecast for the third quarter of 2024. Revenues from PV and wind projects are calculated on the basis of the assumption of closing fixed-price electricity purchase transactions (PPA) for 10 years starting from the first full operating year (in Romania from the second half of 2025) and to 70% of the output, and the rest at expected market prices according to the Company's market advisors. The PPA prices in the various markets are based on the estimates of the Company and its consultants. Revenues from storage projects are calculated based on the price forecast of the Company's consultants.
(4) The figure reflects an estimated average of each of the first full five years of operation.

The Company's assessments regarding the duration of the development and licensing process for projects in different countries, the duration of the construction of projects in different countries, expected grid connection dates, completion probabilities of projects at various stages, forecasted capacities, forecasted construction costs, forecasted income, expected selling price, expected leverage ratio, forecasted EBITDA, forecasted FFO, and other data derived from these are considered forward-looking information, as defined by this term in the Securities Law. These estimates, based on the Company's plan for each system and system characteristics, may not materialize, in whole or in part, or may materialize differently than estimated by the Company, as a result of various factors beyond the Company's control. As of the date of this report, there is no certainty regarding the execution of the projects mentioned above or regarding the timetables for their completion, among other things due to the fact that completion of the projects involves the following: obtaining regulatory approvals where there is no certainty of receipt; raising the financing required for the construction of the projects where there is no certainty that it will be raised; completion of due diligence for projects at preliminary stages, where there is no certainty that its results will indicate the feasibility of economic development and construction of the project; as well as due to the materialization of one or more of the risk factors listed in Section 1.29 of Chapter A of the 2024 Annual Report.

4. Investment Plan

As of the date of this report, there have been no material changes to the Company's investment forecast, as detailed in Chapter B of the 2024 Annual Report.

5. Revenue Forecast

As of the date of this report, there have been no material changes to the Company's revenue forecast, as detailed in Chapter B of the 2024 Annual Report.

6. Business Results Forecast

As of the date of this report, there have been no material changes to the Company's business expenses forecast, as detailed in Chapter B of the 2024 Annual Report.

7. Project financing forecast

For information regarding the 2025 project financing forecast, please see Section 7 of Chapter B of the 2024 Annual Report.

8. Effect of changes in interest rates and inflation on the Company

In April 2025, the European Central Bank (ECB) lowered the Eurozone interest rate by 0.25% to 2.25%. This is the seventh time that the interest rate has been reduced since the monetary policy expansion began in June 2024.[9] In May 2025, the Bank of England decided to lower interest rates by 0.25% to 4.25%.[10]

Accordingly, as of the date of publication of the report, there has been moderation in the prevailing high inflation rate and it stands at a rate of 2.6% in the UK, and 2.2% in the Eurozone.[11] [12] The European Central Bank lowered its inflation forecasts at its meeting on March 6, 2025, to 2.3%, 1.9%, and 2% for the years 2025, 2026 and 2027, respectively[13]. The monetary policy of the UK's Central Bank works to ensure that the inflation rate in the country in the medium and long term will be approx. 2%, and a similar trend is reflected in the forecasts of the European Central Bank.[14] The interest rate decreases carried out and the inflation expected to remain above the target in the short term are expected to lead to a decrease in future financing costs.

According to market consultants' forecasts, in 2025 and 2026, inflation in the countries of activity is expected to moderate: annual inflation in the Eurozone is expected to decrease to 2.3% in

9 European Central Bank, "Monetary policy decisions" (April 17th, 2025). Available at: https://www.ecb.europa.eu/press/pr/date/2025/html/ecb.mp250417~42727d0735.en.html
10 https://www.bankofengland.co.uk/boeapps/database/Bank-Rate.asp
11 Bank of England, "Interest rates and Bank Rate" (May 2025). Available at: https://www.bankofengland.co.uk/monetary-policy/the-interest-rate-bank-rate;
12 European Central Bank, "ECB Data Portal" (May 2025). Available at: https://data.ecb.europa.eu/
13 European Central Bank, "Monetary policy decisions" (March 6th, 2025). Available at: https://www.ecb.europa.eu/press/pr/date/2025/html/ecb.mp250306~d4340800b3.en.html
14 Bank of England, "Inflation and the 2% target" (April 16th, 2025). Available at: https://www.bankofengland.co.uk/monetary-policy/inflation

2025, compared to 2.4% in 2024[15], and annual inflation in the UK is expected to rise to 3.7% in 2025, compared to 2.5% in 2024.[16]

The Company has fixed-interest financing agreements with strategic partners ("Infragreen Fund", "Phoenix") for the financing of projects that are ready to connect and/or under construction and/or pre-construction, and financing agreements have also been signed in relation to the Ratesti, Parau, Scurtu Mare and Swangate projects that have been connected to the electricity grid (in addition to interest rate hedging). The agreements allow the Company flexibility if it wishes to refinance these projects when market conditions will improve its situation compared to the existing loan agreements.

The Company does not have financing agreements or material liabilities linked to inflationary changes. On the other hand, the electricity prices in the countries of activity are affected by the rising inflation and therefore, the Company estimates that in the short-to-medium term it might even benefit from the rising inflation.

9. Effects of the geopolitical situation in Europe and in Israel and the effect of the Iron Swords War

On October 7, 2023, the terrorist organization Hamas attacked the State of Israel. As a result of the attack, the Israeli government declared the State of Israel in a state of war as of that date (hereinafter - the "**War**"). During 2024, there was an expansion of the War on several fronts, the most significant of which were on the northern border and in focused events against Iran. At the beginning of 2025, ceasefire agreements were signed which brought about a temporary regional calm, but fighting resumed on some fronts.

The measures taken due to the state of war, including the extensive recruitment of reserves, the absence of workers from workplaces, and the reduction of activity in educational institutions, affected the Israeli economy, and this trend may continue depending on the extent and duration of the fighting. Macroeconomic effects are expected in Israel, including an effect on spending, the deficit, the rate of inflation and growth. In addition, since the beginning of the War, credit rating agencies have made decisions to downgrade Israel's credit rating and/or place it on a watch list.

During 2024, credit rating companies announced downgrades to Israel's credit rating. This situation may lead to an increase in financing costs in NIS, should the Company decide to act to raise debt or capital in NIS.

During the reporting period and as of the date of publication of the report, the War and its consequences are not expected to have a material impact on the Company's activities, bearing in mind that all of the Company's projects are located in Europe and the UK, as is most of the Company's personnel. Nevertheless, changes in foreign exchange rates and the availability and cost of the Company's financing sources related to the Israeli economy may affect the its activities, but in view of the fact that all of the Company's activities are concentrated in Europe and a significant part of its financing sources are from Europe, the Company anticipates that the impact will, at most, be limited.

Nevertheless, changes in foreign exchange rates and the availability and cost of the Company's financing sources related to the Israeli economy may affect the its activities, but in view of the fact that all of the Company's activities are concentrated in Europe and a significant part of its

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15 European Central Bank, “Results of the ECB Survey of Professional Forecasters for the second quarter of 2025” (April 22nd, 2025). Available at: https://www.ecb.europa.eu/press/pr/date/2025/html/ecb.pr250422~a289ea4ebf.en.html

16 Bank of England, “Monetary Policy Report – February 2025” (February 6, 2025). Available at: https://www.bankofengland.co.uk/monetary-policy-report/2025/february-2025

financing sources are from Europe, the Company anticipates that the impact will, at most, be limited.

The geopolitical situation in Europe, and in particular in the countries where the Company operates, may have an impact on the economy in Europe, on the prices of goods, transportation and energy, and as a result on the Company's activities. For additional information, please see Section 1.7.4 of Chapter A of the 2024 Annual Report.

10. Electricity demand forecast in the Eurozone

For the electricity demand forecast in the Eurozone, please see Section 1.7.1 of Chapter A of the 2024 Annual Report.

11. Cost of raw materials, transportation, supply chains and technological changes

For additional information, please see Section 1.7.6 of Chapter A of the 2024 Annual Report.

The Company's assessments of developments in inflation and interest rates and macroeconomic effects on the Company's activities are forward-looking information, as defined in the Securities Law, based only on the Company's assessments at the time of the report, under the assumptions as detailed above, whose realization is uncertain and is not under the Company's exclusive control.

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Part B | Description of the Financial Position

12. Financial Position

The following table will present the sections of the balance sheet in accordance with the consolidated financial statements, and the explanations for the main changes that have occurred in them:

Item	As of March 31		As of December 31	Explanations
	2025	2024	2024	
	(in EUR thousand)			
Cash and cash equivalents	160,796	36,777	182,028	See details of the change in the liquidity table in Section 4 below.
Short-term investments	10,832	-	11,353	
Customers	663	11	157	The increase stems from open invoices for the Scurtu Mare project in Romania and the Cumiana project in Italy.
Accounts receivable and debit balances	21,134	16,600	16,501	The increase stems from revenue received from the sale of Niculesti in the amount of approx. EUR 4 million.
Assets held for sale	5,418	7,626	10,200	The decrease stems from the sale of the Niculesti project in Romania, as stated above.
Total current assets	**198,843**	**61,014**	**220,239**	
Restricted cash	29,953	5,300	15,445	The increase stems mainly from deposits for new guarantees for projects in Romania.
Systems under construction and in initiation (including land)	304,346	207,393	309,758	The increase compared to the corresponding quarter stems from the continued investment in projects in development and construction. The decrease compared to the previous quarter is due to the classification of the cost of the Scurtu Mare project in Romania to the "Connected electricity generation systems" item following commercial operation.
Connected electricity-generation systems	89,742	-	44,920	The decrease compared to the previous quarter is due to the classification of the cost of the Scurtu Mare project in Romania following commercial operation.
Intangible assets	37,237	28,900	37,693	
Goodwill	9,548	9,548	9,548	
Financial assets at fair value through profit or loss	1,255	-	-	
Fixed assets	994	757	1,042	
Right-of-use assets	25,539	15,169	25,381	Most of the increase compared to the corresponding quarter stems from the addition of assets in projects in Romania and England.
Deferred tax asset	501	24	498	
Loans to associates	29,747	64,007	61,017	The decrease is due to a repayment of approx. EUR 32 million for a loan granted to the Parau project.
Investments in companies accounted for using the equity method	58,230	43,538	58,131	The increase compared to the corresponding quarter stems from investments in the period and from equity profits.
Total non-current assets	**587,092**	**374,636**	**563,433**	
Total assets	**785,935**	**435,650**	**783,672**	

Item	As of March 31		As of December 31	Explanations
	2025	2024	2024	
	(in EUR thousand)			
Liabilities to suppliers and service providers	4,631	3,346	7,609	
Accounts payable and credit balances	14,262	9,279	12,604	The increase is due to the recording of expenses payable to construction suppliers.
Liabilities in respect of contingent consideration	3,085	1,359	3,085	
Conversion component at fair value through profit or loss	9,221	2,526	6,588	
Current maturities of long-term loans	4,554	-	-	Reclassified from long-term loans.
Financial liabilities at fair value through profit or loss	9,301	7,818	5,233	The increase stems from losses from the revaluation of the hedging transaction due to the weakening of the NIS.
Convertible loans	-	58,691	81,127	The decrease stems from the reclassification of loans converted into equity in accordance with the agreements signed with Phoenix. Please see Note 3B to the financial statements.
Convertible bonds	78,999	76,324	82,216	The change is due mainly to exchange rate differences.
Total current liabilities	**124,053**	**159,343**	**198,462**	
Other long-term liabilities	2,822	6,224	2,822	
Bonds	80,842	-	85,640	The decrease compared to the previous quarter is due mainly to income from exchange rate differences due to the weakening of the NIS.
Long-term loans from related parties	39,244	62,764	79,189	The decrease compared to the previous quarter is due to the repayment of a loan to RG for the financing of the Parau project in Romania in the amount of approx. EUR 32 million. In addition, a Phoenix loan converted into equity was reclassified in the amount of approx. EUR 9 million. Please see Note 3B to the financial statements.
Other long-term loans	163,162	22,762	170,371	The decrease compared to the previous quarter stems from the reclassification to current maturities.
Deferred tax liability	10,754	396	10,882	
Lease liabilities	24,095	14,729	24,061	Most of the increase compared to the corresponding quarter stems from the addition of assets in projects in Romania and England.
Total non-current liabilities	**320,919**	**106,875**	**372,965**	
Total liabilities	**444,972**	**266,218**	**571,427**	
Equity attributed to Company shareholders	191,332	138,355	161,255	
Non-controlling interests	149,631	31,077	50,990	The increase stems mainly from the reclassification of loans converted into equity in accordance with the agreements signed with Phoenix. Please see Note 3B to the financial statements.
Total equity	**340,963**	**169,432**	**212,245**	
Total liabilities and capital	**785,935**	**435,650**	**783,672**	

13. Operating Results

The following table presents the Statement of Comprehensive Income items in accordance with the financial statements, and explanations for the main changes that have taken place therein (in EUR thousand)

Item	For the 3-month period ended March 31		For the period of one year ended on December 31	Explanations
	2025	2024	2024	
	(in EUR thousand)			
Revenue from the sale of electricity	566	12	566	The increase compared to the corresponding quarter is due to revenue from the sale of electricity from the Cumiana project in Italy and the Scurtu Mare project in Romania.
Revenue from the provision of services	110	347	2,019	The change is due to a decrease in revenue from the asset management of associates.
Revenue from realization of development	27,203	37,004	37,004	In the first quarter of 2025, revenues from the sale of the Niculesti project were recognized in the amount of approx. EUR 27.2 million (see Note 3C to the financial statements) compared to revenues in the first quarter of 2024 from revaluation following business combinations and an increase in ownership interests in Archmore in the amount of approx. EUR 37 million.
Compensation for loss of revenues	4,550	-	-	Revenue from the construction supplier for the Swangate project in the UK. Please see Note 3E to the financial statements.
Company's share in the profits of companies accounted for using the equity method, net	-	1,224	9,167	In the first quarter of 2025, there were losses attributed to the Ratesti and Parau projects in Romania.
Total Revenue	**32,429**	**38,587**	**48,756**	
Maintenance of systems and related equipment	52	144	590	
Depreciation and amortizations	1,868	190	7,489	The changes are mainly due to the reduction in projects that the Company chose not to continue developing.
Salaries and related expenses	3,279	2,098	9,561	The increase during the period is due to the expansion of activities and an increase in the number of employees.
Administration, headquarters and others	1,284	1,438	5,088	
Company's share in losses of companies accounted for using the equity method, net	999	-	-	In the first quarter of 2025, there were losses attributed to the Ratesti and Parau projects in Romania.
Total expenses	**7,482**	**3,870**	**22,728**	
Profit (loss) for the period	**24,947**	**34,717**	**26,028**	
Financing income (expenses), net	1,260	1,239	(1,826)	The change is due mainly to exchange rate differences.
Pre-tax profit on income	**26,207**	**35,956**	**24,202**	
Tax benefit	(28)	(177)	(201)	
Net profit for the period	**26,235**	**36,133**	**24,403**	
Total other comprehensive income (loss)	1,526	198	(316)	
Total comprehensive income	**27,761**	**36,331**	**24,087**	

14. Liquidity

Item	For the 3-month period ended March 31		For the period of one year ended on December 31	Explanations
	2025	2024	2024	
	(in EUR thousand)			
Net Cash Flows from (Used in) Operating Activities	(209)	114	(7,366)	Most of the cash flow in the period is in respect of salary payments, headquarters, VAT receivable and timing differences in respect of payments to construction suppliers.
Net cash provided by (used in) investing activities	5,614	(36,619)	(200,087)	• Receipt of repayment of principal of loan to the Parau associate in the amount of approx. EUR 32 million. • Acquisitions in the period for the development and construction of projects in the amount of approx. EUR 36 million. • Receipt from sale of the Niculesti project in the amount of approx. EUR 26 million. • Increase in deposits in restricted deposits in the amount of approx. EUR 14 million for the continued construction of projects
Net cash provided by (used in) financing activities	(25,571)	20,938	337,187	• Capital raising in Israel in the amount of approx. EUR 9 million. • Repayment of a loan to a related party RG, for the Parau project financing in Romania, in the amount of approx. EUR 32 million. • Repayment of a loan from Goldman Sachs Bank (Swangate project financing) in the amount of approx. EUR 2.7 million.

15. Development of Capital

See the consolidated report on the changes in capital in the consolidated financial reports.

16. Working capital

The Company’s positive working capital according to the consolidated financial statements as of March 31, 2025 amounts to approx. EUR 75 million (compared to negative working capital of approx. EUR 98 million as of March 31, 2024), and consists of current assets less current liabilities, as follows:

A. Current assets amounted to approx. EUR 199 million and include mainly cash and cash equivalents and accounts receivable and debit balances.

B. Current liabilities amounted to approx. EUR 124 thousand and include balances in respect of the convertible bonds.

17. Forecasted Cash Flows

The Company examined the existence of warning signs in accordance with Regulation 10(b)(14) of the Report Regulations.

The Company has a negative cash flow from operating activities in its consolidated financial statements as of March 31, 2025 in the amount of approx. EUR 209 thousand, and a positive cash flow from operating activities in its consolidated financial statements as of March 31, 2024 in the amount of approx. EUR 114 thousand.

The Company has a positive cash flow from operating activities in its separate financial statements as of March 31, 2025, and December 31, 2024, amounting to approx. EUR 1,109 thousand and EUR 2,347 thousand, respectively.

At its meeting on May 14, 2025, the Company's Board of Directors discussed the projected cash flow, reviewed the existing and expected sources and needs of cash, and also reviewed the financing sources and potential amounts of financing available to the Company, including the Company's cash balance.

Based on an examination of these data, the Company's Board of Directors has determined that there is no reasonable concern that during the projected cash flow period the Company will not meet its existing and expected liabilities on their due date, and also determined that the Company does not have a liquidity problem and that the Company expects to be in compliance with the financial covenants to which it has committed, all based on the following reasons:

- The Company is expecting revenue from the sale of electricity in respect of several projects that are expected to be connected to the electricity grid in the coming year.
- The company is expecting a cash flow from the sale of assets in Romania.
- The Company is expecting a cash flow through bank financing for projects that were financed by shareholder loans.
- The Company expects that it can create cash flow from the realization of project initiation that is expected to generate initiation profits for the Company.

18. Financing Sources

Project financing for initiation and construction activities for the generation of electricity using renewable energy technology is expected to be partially carried out through project-bank financing, through dedicated bank loans that will be taken as senior debt by the project corporations (SPCs) or by the Company, and partially through shareholder loans (provided as equity in the project). In order to comply with the investment plan, the Company is examining various options for financing alternatives, including raising capital from the public, and/or raising private capital for the Company's subsidiaries, as well as introducing partners in projects under its development. For information regarding the Company’s financing agreements and material loans taken by the Company, please see Section 1.20 of Chapter A of the Company’s 2024 Annual Report. For information regarding the Company’s bonds, please see Appendix A to Chapter B of the Company’s 2024 Annual Report.

The following is information regarding material loans taken by the Group companies:

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Econergy PV4 Spółka z Ograniczoną Odpowiedzialnością Resko SP.K.	Phoenix[17]	9,512	Annual interest rate of 7.25%, plus transfer prices, as required.	Every six months, the interest accrued up to that date will be paid in addition to an amount equal to 2.5% of the loan from the project company's free cash flow, starting from (a) 36 months from the date of the first withdrawal, or (b) 180 days from the date of commercial operation, whichever is earlier. The final repayment date will be 48 months from the date of the first withdrawal.	-	The agreement includes customary grounds for immediate repayment in project financing agreements, such as non-payment, breach of obligations, misrepresentations, cross default in relation to other debts of the borrower, insolvency of the borrower or its shareholders, change in control of the borrower.	Similar collateral was provided for additional project financing agreements signed with Phoenix, as detailed below. These securities were removed upon conversion of the convertible loan provided by Phoenix.	For information regarding Phoenix's right of conversion in relation to loans, a cooperation agreement with Phoenix and a shareholders agreement with Phoenix, please see Section **Error! Reference source not found.** of Chapter A of the 2024 Annual Report.
Eco Sun Oradea S.R.L.	Phoenix	51,791	As detailed above.	As detailed above.	-	As detailed above.	Similar collateral was provided for additional project financing agreements signed with Phoenix, as detailed below. These securities will be removed upon conversion of the convertible loan provided by Phoenix.	For information regarding Phoenix's right of conversion in relation to loans, a cooperation agreement with Phoenix and a shareholders agreement with Phoenix, please see Section 1.20.7 of Chapter A of the 2024 Annual Report.

[17] For information regarding the loan amount and its purpose, please see Section 1.20.9 above.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Alternativ Investment Solutions S.R.L.	Phoenix	30,865	As detailed above.	As detailed above.	-	As detailed above.	Similar collateral was provided for additional project financing agreements signed with Phoenix, as detailed below. These securities will be removed upon conversion of the convertible loan provided by Phoenix.	For information regarding Phoenix's right of conversion in relation to loans, a cooperation agreement with Phoenix and a shareholders agreement with Phoenix, please see Section 1.20.7 of Chapter A of the 2024 Annual Report.
Eco Sun Energy S.R.L.	Phoenix	13,846	As detailed above.	As detailed above.	-	As detailed above.	Similar collateral was provided for additional project financing agreements signed with Phoenix, as detailed below. These securities will be removed upon conversion of the convertible loan provided by Phoenix.	For information regarding Phoenix's right of conversion in relation to loans, a cooperation agreement with Phoenix and a shareholders agreement with Phoenix, please see Section 1.20.7 of Chapter A of the 2024 Annual Report.
Eco Sun Melinesti S.R.L.	Phoenix	13,122	As detailed above.	As detailed above.	-	As detailed above.	Similar collateral was provided for additional project financing agreements signed with Phoenix, as detailed below. These securities will be removed upon conversion of the convertible loan provided by Phoenix.	For information regarding Phoenix's right of conversion in relation to loans, a cooperation agreement with Phoenix and a shareholders agreement with Phoenix, please see Section 1.20.7 of Chapter A of the 2024 Annual Report.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Ratesti Solar Plant S.R.L.	Raiffeisen Bank International; AG Raiffeisen Bank S.A	56,690	ANNUAL "EURIBOR - THREE MONTHS" INTEREST PLUS A MARGIN OF 3% TO 4%	The loan interest is repaid in quarterly payments starting from December 31 2023. The loan principal is repaid in unequal quarterly payments, from September 30, 2024 until December 31, 2033. In addition, the agreement includes a cash sweep mechanism for accelerating the loan repayment.	As of June 30, 2024 the DSCR[18] will not be less than 1.2 with respect to any calculation period. As of the date of the report, the borrower's DSCR ratio is 2.79. In addition, as of the date of the report, the value of the borrower's assets is higher than the value of its liabilities by 151% (including contingent liabilities). Moreover, in accordance with the local law in Romania, the borrower's net asset value should, at all times, be at least 50% of its issued capital. As of the date of the report, the borrower is in compliance with the covenants (the net asset value as of the date of the report is 195%).	The agreement includes customary grounds for immediate repayment in project financing agreements, such as non-payment, non-compliance with financial covenants, breach of obligations, misrepresentations, default cross in relation to other debts of the borrower, insolvency of the borrower, its shareholders or the construction and maintenance contractors, cessation of activity, illegal acts, abandonment, change in the completion of the project under the terms and conditions set forth in the financing agreement, change in control of the borrower and more.[19]	The loan is secured by collateral that is customary in project financing agreements including a fixed lien on the shares, shareholder loans provided to the borrower, the borrower's assets and bank accounts, a negative pledge commitment, and subordination of shareholder loans provided to the borrower.	The agreement includes representations and undertakings as is customary in such transactions. The agreement includes the right to perform early repayment as well as early repayment obligations in cases as is customary in project financing agreements. Early repayment (except in the cases specified in the agreement), during the first 4 years involves the payment of an early repayment fee, as detailed in the agreement. Additionally, the agreement includes various restrictions concerning distributions as customary in project financing agreements. Repayment of the financing will be on the basis of the revenues in the Ratesti project. For additional information, see the immediate report published by the Company on November 22, 2023 (Ref: 2023-01-126582), fully presented in this report by way of reference.

[18] DSCR - The ratio between the cash flow in the period (i.e., EBITDA plus (or minus) net working capital and additional payments received and not included in EBITDA) and the payments under the financing agreement during that period (principal, interest, fees, etc.).

[19] In coordination with the lender, extensions were given for the completion of conditions determined after the provision of financing (CS - Condition Subsequent). Most of the conditions, including the completion of the project work, were completed. The date and conditions for other conditions that have not yet been completed are coordinated with the lender.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Econergy International Limited	Rivage Private Debt Fund – Fund for Infrastructure Climate Solutions (Rivage PD-FIC; Rivage Euro Debt Infrastructure High Return	100,000[20]	Regarding the first facility - a fixed interest rate of 9%-9.5% Regarding the second facility - if given by the lenders - interest at a rate not to exceed Mid Swap plus 6%-6.5%	For the first facility - The loan will be provided for a period of 5 years from financial closing, repayment of the loan principal will begin in the middle of the fifth year and the remainder at the end of the loan. Interest is payable every 3 months. For the second facility - The loan will be provided no earlier than June 30, 2024, for a period not less than that of the first facility and according to terms and conditions to be determined.	Compliance with a consolidated LTV ratio of 55%-75% On various dates as detailed in the loan agreement, from March 31, 2024. As of the date of the report, the Company is in compliance with the covenant (the consolidated LTV ratio as of the date of the report is 4.4%). In addition, regarding the receipt of the second facility: Compliance with the ratio of total capital to total assets of not less than 30%. Compliance with the consolidated LTV ratio not exceeding 60% from the date of signing until December 31, 2024, and not exceeding 65% thereafter.	Acceptable grounds for immediate repayment as accepted in loan agreements of this type, including, but not limited to: non-payment, noncompliance with financial covenants, breach of obligations (including non-distribution), misrepresentations, cross default in relation to debts and/or liabilities of the project corporations, insolvency of the borrower and/or significant project corporations and/or of a third party that provided collateral, cessation of activity, substantive legal proceedings against the group, material adverse events, failure to perform actions set forth in the loan agreement for the repayment of the bond principal (Series A), illegal acts, abandonment, changes in the law, change in control.	Collateral accepted in this type of financing transaction, including: a lien on the holdings of the Company in Econergy UK shares as well as a lien on RG holdings in Econergy UK shares; a lien on Econergy UK bank accounts; a lien on shareholder loans granted to Econergy UK by the Company; a lien on Econergy UK holdings in shares of material subsidiaries to which the only loan will be from the lender (if such loans exist)	The Company has committed to additional major restrictions and instructions: a. To have surpluses sufficient for the payment of its obligations according to the terms of the bonds (Series A) issued by the Company, through the raising of debt and/or capital and/or the realization of assets. b. Commitment to meeting project pipeline targets in relation to the projects' development rate approved by the lender's technical advisor on several dates, as detailed in the loan agreement. c. Commitment to the development of photovoltaic, wind and storage projects in Europe and the UK under the conditions specified in the agreement, to allow Rivage periodic supervision and control over the pace of development, and to meet development targets as specified in the loan agreement. d. Use of the loan for the acquisition of projects at the RTB[21] or advanced initiation stage will be a maximum amount of EUR 20 million, and subject to meeting the profitability expectations set forth in the loan agreement in relation to such projects. e. Senior financing will be allowed for projects subject to the terms detailed in the loan agreement. f. Restrictions have been set on share transfers of the Company and RG in Econergy UK, and of the Company's controlling shareholders until the conditions set forth in the loan agreement have been met. For additional information, see the immediate report published by the Company on February 8, 2024 (Ref: 2024-01-014511), fully presented in this report by way of reference.

20 The loan is provided in two facilities: EUR 100 million will be made available starting from the date of financial closure of the loan agreement for a period of up to 24 months, according to pre-conditions for withdrawal specified in the loan agreement, in accordance with the needs of the development and construction of projects and/or the acquisition of projects in Europe and in the UK that will be presented by Econergy UK to the lenders, in accordance with the provisions of the loan agreement (the "first facility"); and an additional EUR 50 million, after fulfillment of the conditions detailed in the loan agreement (the "second facility").

21 According to the agreement subject of this section, a stage where the final licensing processes have been completed and the system is ready to proceed to the construction stage.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Swangate Energy Storage Limited	Goldman Sachs International Bank ("**GS**")	29,767 [22]	Annual "Sonia - three months" interest plus an annual margin of approx. 3%-3.5% for the general facility, and for the VAT facility, an annual margin of approx. 2%-2.5%.[23]	The final repayment date of the loan is December 31, 2031. The principal will be repaid in quarterly payments from March 31, 2025, with an annual fixed payment of approx. 10%-12% of the initial loan amount, plus a balloon payment in the 7th year from the date of the loan at a rate of approx. 30% of the initial loan amount. The interest will be repaid in quarterly payments starting September 30, 2024. In addition, a quarterly cash sweep mechanism was set for the ongoing principal repayments up to the amount of the fixed quarterly principal repayment required by the terms set forth in the financing agreement.	A Loan Life Cover Ratio of at least 1.05, which will be checked from March 31, 2025 and every six months thereafter.	The financing agreement includes grounds for immediate repayment as is customary in financing agreements of this type, including: non-payment, non-compliance with financial covenants, breach of liabilities, breach of representations, cross default in relation to other financial obligations of the project company and Econergy UK (and in relation to Econergy UK - in an amount exceeding GBP 2 million), insolvency of the project company, Econergy UK, the construction contractor or the LTSA contractor, cessation of activity, illegal acts, abandonment, changes to the law, material adverse change, non-compliance with the project's completion date under the conditions set forth in the financing agreement, change in control of the project company and more.	Collateral accepted in transactions of this type, including: a. A lien on all of the project company's assets, including the project rights (real estate and movable property), receipts, bank accounts (the "project assets"); b. A lien on the project company's shares by Econergy UK; c. Subordination of shareholder loans granted by Econergy UK and/or anyone on its behalf to the project company; d. A negative lien commitment by the project corporation and Econergy UK with respect to the project assets; e. Deposits from the project company's revenues and/or finances to cover ongoing costs of operating and maintaining the project; In addition, an Econergy UK company guarantee was provided in favor of GS to secure certain obligations of the borrower.	The financing agreement includes representations and undertakings as is customary in such transactions, including a commitment that the date of completion of the construction of the project will be by April 30, 2025, not to make changes to the project agreements without GS approval, prohibition on the sale of assets, commitment to provide reports and a financial model, purchase of insurance, etc. in addition, the financing agreement includes the right to perform early repayment as specified in the terms of the agreement, as well as the obligation to perform early repayment, among other things, in the event of illegality, a change in control of the project company (meaning that Econergy UK will cease to control and hold 100% directly or indirectly the project company), cancellation of the RTMA agreement (except in the case of cancellation that is not due to a project company breach of the agreement). In addition, the financing agreement includes various restrictions in relation to distributions as is customary in this type of financing agreement. Repayment of the financing will be on the basis of the revenues in the Swangate project. For additional information, see the immediate report published by the Company on August 25, 2024 (Ref: 2024-01-087414), fully presented in this report by way of reference.

Borrower	Lender	Balance as of	Interest terms and linkage	Repayment dates	Financial covenants and	Cross default event	Securities, mortgages, guarantees, and repurchase	Additional information

[22] A loan totaling approx. GBP 27 million, of which GBP 25 million will mainly be used for construction expenses and repayment of shareholder loans provided for the project's acquisition and construction (the "general facility"), and a total of approx. GBP 2 million as a loan to finance the VAT expenses (the "VAT facility").

[23] It should be noted that on August 28, 2024, the borrower signed a hedge agreement for the exposure to changes in the interest rate.

		December 31, 2024 (EUR thousand)			compliance calculation as of March 31, 2025		rights for the loan and their value in the financial statements	
Econergy PV4 Spółka Z OgraniczonĄ OdpowiedzialnościĄ Resko SP.K	Powszechna Kasa Oszczędności Bank Polski S.A ("**PKO**")	26,492[24]	Annual "Euribor - six months" interest plus an annual margin of approx. 1.75%-2.25% - for the general facility and the DSRF facility plus an annual margin of approx. 1.75%-2.25% for the guarantee facility.[25]	The final repayment date of the general facility and the DSRF facility is June 30, 2044. The final repayment date of the guarantee facility is August 29, 2044. The principal will be repaid in semi-annual payments in accordance with the provisions of the agreement, starting June 30, 2025. The interest will be repaid in semi-annual payments starting on December 31, 2024.	Historical Debt Service Cover Ratio of at least 1.10. The covenant will be tested for the first time on June 30, 2025, and twice each calendar year, on June 30 and December 31.	The financing agreement includes grounds for immediate repayment, as is customary in such agreements, including, among others: non-payment, failure to comply with financial covenants, breach of obligations, breach of representations, cross-default in relation to other financial liabilities of the project corporation, insolvency, cessation of operations, illegal actions, abandonment, changes in the law, material adverse change, failure to meet the project completion date under the conditions set in the financing agreement, change of control in the project corporation, and more.	Collateral accepted in transactions of this type, including: a. A lien on all of the project corporation's assets, including the project rights (real estate and movable property), receipts, bank accounts (the "project assets"); b. A lien on the project corporation's participation units, as well as on some of the shares in the companies that indirectly hold the project corporation, by Econergy UK; c. Subordination of the project corporation's shareholder loans; d. A negative lien commitment by the borrower and Econergy UK with respect to the project assets; e. An MRA (Maintenance Reserve Account) deposit starting on December 31, 2030 from the project corporation's revenues to cover ongoing costs of the project's operation and maintenance.	The financing agreement includes representations and undertakings as is customary in such transactions, including a commitment not to make changes to the project agreements without PKO approval, prohibition on the sale of assets, a commitment to provide reports and a financial model, purchase of insurance, etc. in addition, the financing agreement includes the right to perform early repayment as well as the obligation to perform early repayment, among other things, in the event of illegality or a change in control in the project corporation. The financing agreement includes various restrictions in relation to distributions as is customary in this type of financing agreement. Repayment of the financing will be on the basis of the revenues in the Resko project.

[24] Of this amount, approx. EUR 30.2 million will be used primarily to pay the balance of construction expenses and to repay the project corporation's shareholder loans in the amount of approx. EUR 25 million, which were provided for the project's acquisition and construction (the "general facility"), a total of approx. EUR 1.6 million as a loan for debt service financing (as defined in the financing agreement, the "DSRF facility"), and a total of approx. EUR 1.2 million as a loan for the purpose of providing guarantees under the VPPA agreement (the "guarantee facility").

[25] It should be noted that on October 31, 2024, the borrower signed a hedge agreement for the exposure to changes in the interest rate.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
Eco Sun Jianu S.R.L.	Kommunalkredit Austria AG	21,580[26]	Annual "Euribor - six months" interest plus an annual margin of approx. 4%-5%.[27]	The final repayment date of the loan is: (1) three years from the date of signing the financing agreement; (2) 3 years after the project's completion date, as defined in the financing agreement, whichever is earlier. The principal and interest will be repaid in semi-annual payments starting from December 31, 2025, and on the final repayment date of the loan, a balloon will be paid in the amount of the outstanding principal balance. In addition, a semi-annual cash sweep mechanism was determined on part of the free cash flow for the ongoing principal payments under the terms set forth in the financing agreement. If a PPA agreement is signed in accordance with the terms set forth in the financing agreement, the cash sweep mechanism will not apply.	A Project Loan Cover Ratio of at least 1.50 which will be calculated each June 30 and December 31, from the project's commercial operation date.	The financing agreement includes grounds for immediate repayment, as is customary in such agreements, including, among other things: non-payment, failure to comply with financial covenants, breach of obligations, breach of representations, cross-default in relation to other financial liabilities of the project corporation, insolvency, cessation of operations, illegal actions, abandonment, changes in the law, material adverse change, failure to meet the project completion date under the conditions set in the financing agreement, change of control in the project corporation, and more.	Collateral accepted in transactions of this type, including: a. A lien on all of the project corporation's assets, including the project rights (real estate and movable property), receipts, bank accounts (the "project assets"); b. A lien on the project corporation's shares by Econergy UK; c. Subordination of the project corporation's loans from related entities; d. A negative lien commitment by the project corporation and Econergy UK with respect to the project assets; e. An IRA deposit (Interest Reserve Account) from the project completion date to cover interest payments in accordance with the provisions of the financing agreement.	The financing agreement includes representations and undertakings as is customary in such transactions, including a commitment not to make changes to the project agreements without the lender's approval, prohibition on the sale of assets, a commitment to provide reports and a financial model, purchase of insurance, etc. In addition, the financing agreement includes the right to perform early repayment in accordance with the terms and conditions of the financing agreement, as well as the obligation to perform early repayment, among other things, in the event of illegality or a change in control in the project corporation. The financing agreement includes various restrictions in relation to distributions as is customary in this type of financing agreement. Repayment of the financing will be on the basis of the revenues in the Iancu Jianu project.
Heliolux S.R.L.	Raiffeisen Bank International AG	-	Annual "Euribor - six months" interest plus an	The final repayment date of the loan is: (1) 126 months from the date of signing the financing agreement; (2)	a. A Debt Service Coverage Ratio of at least 1.10 from the commercial	The financing agreement includes grounds for immediate repayment, as is	Collateral accepted in transactions of this type, including:	The financing agreement includes representations and undertakings as is customary in such transactions, including

[26] A short-term loan for the project's construction in the total amount of approx. EUR 28 million, of which approx. EUR 26 million will be used mainly for development and construction expenses and for the repayment of loans from related entities to the project corporation, which were provided for project's the acquisition, development and construction (the "general loan facility") and a total of approx. EUR 2 million as a loan for the financing of VAT expenses (the "VAT loan facility").

[27] The type of loan and the interest rate take into account that this is a short-term loan for the period of the project's completion and start of operation, and the Company intends to replace it with a long-term loan at a lower interest rate.

Borrower	Lender	Balance as of December 31, 2024 (EUR thousand)	Interest terms and linkage	Repayment dates	Financial covenants and compliance calculation as of March 31, 2025	Cross default event	Securities, mortgages, guarantees, and repurchase rights for the loan and their value in the financial statements	Additional information
			annual margin of 3%-4%.[28]	June 30, 2034, whichever is earlier. The principal will be repaid in semi-annual payments starting from June 30, 2025, and on the final repayment date of the loan, a balloon will be paid at a rate of approx. 29% of the original loan amount. The interest will be repaid in semi-annual payments each December 31 and June 30 following the date the loan funds are withdrawn. In addition, a cash sweep mechanism was determined for the ongoing principal and interest payments under the terms set forth in the financing agreement.	operation date, which will be calculated twice a year, on the date of submission of the project corporation's (audited and unaudited) financial statements and no later than May 31 and August 31 of each year, in accordance with the provisions of the financing agreement. b. The value of the project corporation's assets should, at all times, be higher than the value of its liabilities (including contingent liabilities). c. In accordance with the local law in Romania, the project corporation's net asset value should, at all times, be at least 50% of its issued capital.	customary in such agreements, including, among others: non-payment, failure to comply with financial covenants, breach of obligations, breach of representations, cross-default in relation to other financial liabilities of the project corporation, insolvency, cessation of operations, illegal actions, abandonment, changes in the law, material adverse change, failure to meet the project completion date under the conditions set in the financing agreement and more.	a. A lien on all of the project corporation's assets, including the project rights (real estate and movable property), receipts, bank accounts (the "project assets"); b. A lien on the project corporation's shares by the project corporation's shareholders; c. Subordination of the project corporation's loans from shareholders and/or related entities; d. A negative lien commitment by the project corporation with respect to the project assets; E. A DSRA deposit in the amount of EUR 2.5 million until December 31, 2027, followed by the amount of EUR 2 million for the debt payments in accordance with the provisions of the financing agreement. f. An O&M deposit in an amount equal to three months of the project's operation and maintenance cost to cover the ongoing costs of the project's operation and maintenance in accordance with the provisions of the financing agreement.	a commitment not to make changes to the project agreements without the lender's approval, prohibition on the sale of assets, a commitment to provide reports and a financial model, purchase of insurance, etc. In addition, the financing agreement includes the right to perform early repayment in accordance with the terms and conditions of the financing agreement, as well as the obligation to perform early repayment, among other things, in the event of illegality or a change in control in the project corporation. The financing agreement includes various restrictions in relation to distributions as is customary in this type of financing agreement. Repayment of the financing will be on the basis of the revenues in the Parau project.

[28] It should be noted that on December 20, 2024, the borrower signed a hedge agreement for the exposure to changes in the interest rate.

Part C | Corporate Governance Aspects

19. Donations

On January 16, 2025, the Company's Board of Directors approved an annual donation framework of up to EUR 100 thousand, in accordance with the decision by the Company's management.

20. Minimum Number of Directors with Accounting and Financial Expertise

According to the provisions of Section 92(A)(12) of the Companies Law, the Company's Board of Directors has determined that the minimum number of directors required in the Company with accounting and financial expertise will be two (2), including external directors (appointed in accordance with the provisions of the Companies Law, subject to the Company becoming a public company) given the nature of the Company's activities, the complexity of its operations and its size.

21. Independent Directors

In its Articles of Association, the Company did not adopt provisions regarding the proportion of independent directors according to the provisions of the First Schedule to the Companies Law. On September 29, 2021, the Company's General Meeting approved the appointment of two external directors to the Company, and on September 22, 2024, it approved the extension of their terms for an additional 3 years. On August 9, 2021, the Company appointed an additional director who was classified as an independent director by the Company's Audit Committee, at its meeting on January 11, 2022.

22. Independent Signatory

As of the date of the report, the Company does not have an independent signatory, as defined in the Securities Law.

23. Events during the reporting period and Subsequent to the Date of the Statement of Financial Position

For information regarding events during the reporting period and after the balance sheet date, see Note 3 to the consolidated financial statements as of March 31, 2025, as well as Section 1.4 above.

24. Effectiveness of Internal Control over Financial Reporting and Disclosure

A report on the effectiveness of internal control over financial reporting and disclosure is attached to this report.

Part D | Disclosure Provisions in connection with the Corporation's Financial Reporting

25. Critical Accounting Estimates

For information regarding the critical accounting estimates used by the Company in its financial statements, see Note 3 to the annual consolidated financial statements as of December 31, 2024.

26. The Company's liability status according to due dates as of March 31, 2025

For information regarding the status of the Company's liabilities according to due dates, see the Statement of Liabilities that the Company publishes at the same time as the publication of the Report, with the information included therein included in the report by way of reference.

27. Valuations

In the reporting period, no material or very material valuations were performed that served as the basis for determining the value of data in the report.

______________________	______________________	______________________
Mr. Eyal Podhorzer, CEO and Director	Mr. Shlomo Zohar, Chairman of the Board of Directors	Mr. Nir Peleg, CFO

Date: May 14, 2025

1. The following is information regarding the Company's bonds as of March 31, 2025

	Bonds (Series A)	Bonds (Series B)
Issue date	December 9, 2021	December 3, 2024
Par value on the issue date (NIS thousands)	250,000	328,950
Par value as of March 31, 2025 (NIS thousands)	334,738.5	328,950
Par value CPI-linked as of March 31, 2025 (NIS thousands)	unlinked	unlinked
Accrued interest as of March 31, 2025 (NIS thousands)	2,092	5,715
Stock exchange value as of March 31, 2025 (NIS thousands)	329,717	339,279
Interest type and rate	Fixed annual interest at a rate of 2.5%	Fixed annual interest at a rate of 6.95%
Principal repayment dates	One payment on June 30, 2026	The first three (3) payments will be made on December 31 of each of the years 2027, 2028 and 2029 and will each be at a rate of 10% of the par value of the bond principal (and a total of 30% of the par value of the bond principal), and the fourth and last payment will be made on December 31, 2030 and will be at a rate of 70% of the par value of the bond principal
Interest payment dates	Semi-annual payments on June 30 of each of the years 2022 to 2026 and on December 31 of each of the years 2022 to 2025	Semi-annual payments on June 30 of each of the years 2025 to 2030 and on December 31 of each of the years 2024 to 2030
Linkage base	None	None
Conversion right	The bonds are convertible into the Company's shares from the date of issue and until June 30, 2026 Each NIS 35.5 PV of the bonds can be converted into one of the Company's ordinary shares	None
Payment guarantee	None	None
Early redemption	In the event of a decision of the Board of Directors of the Stock Exchange, as detailed in Section 8 of the Trust Deed.	In the event of a decision of the Board of Directors of the Stock Exchange or at the initiative of the Company, as specified in Section 8 of the Trust Deed.
Materiality[29]	Material series	Material series

[29] A bond series is material if the total liabilities in its respect as of the end of the reporting year as presented in the Company's separate financial statement (according to Regulation 9C of the Securities Regulations (Periodic and Immediate Reports), 1970, constitute 5% or more of the Company's total liabilities as presented in the data.

	Bonds (Series A)	Bonds (Series B)
Liens in favor of bondholders, validity of liens, terms of replacement of liens	None	None
Restrictions in connection with the creation of additional liens	The Company will not create a general floating lien on all its existing and future assets and rights for the benefit of a third party, unless at the same time as the creation of the floating lien for the benefit of the third party, it will create a lien of the same type and degree, pari passu according to the ratio of the debts to fully secure the Company's commitment to the bondholders (Series A).	The Company will not create a general floating lien on all its existing and future assets and rights for the benefit of a third party, unless at the same time as the creation of the floating lien for the benefit of the third party, it will create a lien of the same type and degree, pari passu according to the ratio of the debts to fully secure the Company's commitment to the bondholders (Series B).
Restrictions on the authority to issue additional bonds	None	None
Financial covenants	As detailed below	As detailed below
Was the Company in compliance with all the conditions and obligations under the Trust Deed during and at the end of the reporting year	Yes	Yes
Have the conditions been met for the bonds' immediate repayment or for the exercise of the collateral, and a description of the breaches (if any)	No	No
Was the Company required by the trustee to perform actions	No	No
Name of trust company **Name of person in charge of the series** **Address** **Telephone**	Reznik Paz Nevo Trusts Ltd. Hagar Shaul, Adv. 14 Yad Harutsim, Tel Aviv 03-6389200	Reznik Paz Nevo Trusts Ltd. Hagar Shaul, Adv. 14 Yad Harutsim, Tel Aviv 03-6389200
Bondholders meeting	No bondholders meeting was held	No bondholders meeting was held
Bond rating	The bonds are not rated	The bonds are not rated

Financial covenants and other significant conditions - Bonds (Series A)

The following is information regarding the Company's compliance with the financial covenants of the bonds (Series A).

The Company's compliance with each of the financial covenants will be examined by the Company on the date of publication of the financial statements from the date of their issuance onwards (except for the financial covenant regarding the ratio of financial debt to adjusted consolidated EBITDA, which is being examined from the date of publication of the financial statements for the period ended on June 30, 2024):

Financial covenants	Compliance with financial covenants as of March 31, 2025	Data as of March 31, 2025
Solo equity will not be less than EUR 35 million over a period of two consecutive quarters.	Yes	EUR 191,332 thousand
Solo financial debt to solo balance sheet, as defined in the Trust Deed, will not exceed a rate of 75% over a period of two consecutive quarters.	Yes	44%
The ratio of financial debt to The adjusted consolidated EBITDA may not exceed 18 over a period of two consecutive quarters.	Yes	14

"Solo Equity", "Financial Debt", "Solo Financial Debt", "Adjusted Consolidated EBITDA" - as defined in the Trust Deed.

For additional information regarding the financial covenants, please see Note 15 to the 2024 Financial Statements, attached to the 2024 Annual Report, and presented in this report by way of reference.

As of March 31, 2025, and as of the date of approval of the report, the Company is in compliance with all of its commitments to the bondholders (Series A).

Financial covenants and other material terms and conditions - Bonds (Series B)

The following is information regarding the Company's compliance with the financial covenants of the bonds (Series B).

The Company's compliance with each of the financial covenants will be examined on the date of publication of the financial statements by the Company from the date of their issuance onwards:

Financial covenants	Compliance with financial covenants as of March 31, 2025	Data as of March 31, 2025
Solo equity will not be less than EUR 60 million over a period of two consecutive quarters.	Yes	EUR 191,332 thousand
Solo financial debt to solo balance sheet, as defined in the Trust Deed, will not exceed a rate of 65% over a period of two consecutive quarters.	Yes	44%
The ratio of financial debt to The adjusted consolidated EBITDA may not exceed 18 over a period of two consecutive quarters.	Yes	3.3
The ratio of the Consolidated Equity to the Consolidated Net Balance Sheet shall not be less than 15% for a period of two consecutive quarters.	Yes	55%

"Solo Equity", "Financial Debt", "Solo Financial Debt", “Adjusted Consolidated EBITDA", "Consolidated Net Balance Sheet" - as defined in the Trust Deed.

For additional information regarding the financial covenants, see Note 15 to the 2024 Financial Statements.

As of March 31, 2025, and as of the date of approval of the report, the Company is in compliance with all of its commitments to the bondholders (Series B).

Report on the Effectiveness of Internal Control over Financial Reporting and Disclosure

econergy

Powering Renewables.

Report on the Effectiveness of Internal Control over Financial Reporting and Disclosure

The management, under the supervision of the Board of Directors of Econergy Renewable Energy Ltd. (the "**Company**"), is responsible for establishing and maintaining adequate internal control over financial reporting and disclosure in the Company.

For this matter, the members of management are:

1. Mr. Eyal Podhorzer, Director and CEO;
2. Mr. Nir Peleg, CFO.

Internal control over financial reporting and disclosure includes controls and procedures existing at the corporate designed by the CEO and the most senior finance officer or under their supervision or by the person who performs these duties in practice, under the supervision of the corporate's Board of Directors and which are designed to provide reasonable security with regard to the reliability of the financial reporting and the preparation of reports according to the provisions of the law, and to ensure that information that the corporate is lawfully required to disclose in its published reports is collected, processed, summarized and reported at the time and in the format stipulated by the law.

The internal control includes, among other things, controls and procedures designed to ensure that information disclosed is required of the corporate as stated above, is collected and transmitted to the corporate's management, including the CEO and the most senior finance officer or to those who perform these duties in practice, in order to enable decision making at the appropriate time, regarding disclosure requirements.

Due to its structural limitations, internal control over financial reporting and disclosure is not designed to provide absolute assurance that misrepresentation or omission of information in reports will be prevented or discovered.

In the quarterly report on the effectiveness of internal control over financial reporting and disclosure, which was attached to the 2024 Annual Report ("**the most recent quarterly report on internal control**"), internal control was found to be effective.

Up to the date of the Report, no event or matter has been brought to the attention of the Board of Directors and the management that could change the evaluation of the effectiveness of the internal control, as noted in the most recent quarterly report regarding internal control;

As of the date of the report, on the basis of statements in the latest quarterly report regarding internal control, and based on information brought to the attention of the management and the Board of Directors as stated above, the internal control is effective.

Executive Statements

CEO Statement

I, Eyal Podhorzer, do hereby declare that:

1. I have studied the Quarterly Statement of Econergy Renewable Energy Ltd. (hereinafter - the "**Company**") for the first quarter of 2025 (hereinafter - the "**Statements**");
2. Based on my knowledge, the statements do not include any misrepresentation of a material fact and do not lack a representation of a material fact which is necessary so that the representations included therein, in view of the circumstances in which such representations were included, will not be misleading with respect to the reporting period;
3. Based on my knowledge, the financial statements and other financial information included in the statements do properly reflect, in all material respects, the Company's financial position, operating results and cash flows as of the dates and for the periods to which the statements relate;
4. I have disclosed to the Corporation's Auditor, the Board of Directors and the Corporation's Audit and Financial Statement Committees, based on my current assessment of the internal control over financial reporting and disclosure:
   A. All the significant deficiencies and material weaknesses in the establishment or operation of the internal control over financial reporting and the disclosure that could reasonably have a negative impact on the corporation's ability to collect, process, summarize or report financial information in a way that calls into question the reliability of financial reporting and the preparation of financial statements in accordance with the provisions of the law; and -

   B. Any fraud, whether material or not, involving the CEO or those directly subordinate to him or involving other employees who have a significant role in the internal control over financial reporting and disclosure;
5. I, alone or together with others in the corporation:
   A. I have established controls and procedures, or verified the establishment and existence of controls and procedures under my supervision, designed to ensure that material information relating to the corporation, including its consolidated companies as defined in the Securities Regulations (Annual Financial Statements), 2010, is brought to my attention by others in the corporation and the consolidated companies, in particular during the period of preparation of the reports; and -

   B. I have established controls and procedures, or verified the establishment and existence of controls and procedures under my supervision, designed to reasonably ensure the reliability of financial reporting and the preparation of financial statements in accordance with the provisions of the law, including in accordance with generally accepted accounting principles;

   C. I have assessed the effectiveness of the internal control over the financial reporting and disclosure, and I have presented in this report the conclusions of the Board of Directors and the management regarding the effectiveness of the internal control as of the date of the reports.

The aforesaid does not derogate from my responsibility or the responsibility of any other person, under any law.

Date: May 14, 2025

Eyal Podhorzer, CEO

Statement of the Most Senior Finance Officer

I, Nir Peleg, do hereby declare that:

1. I have studied the interim financial statements and the other financial information included in the statements of Econergy Renewable Energy Ltd. (hereinafter - the "**Company**") for 2025 (hereinafter - the "**Statements**");
2. To my knowledge, the interim financial statements and other financial information included in the interim financial statements do not include any misrepresentation of a material fact and do not lack a representation of a material fact which is necessary so that the representations included therein, in light of the circumstances in which such representations were included, will not be misleading with respect to the reporting period;
3. To the best of my knowledge, the interim financial statements and other financial information included in the interim financial statements adequately reflect, in all material respects, the Company's financial position, operating results and cash flows for the dates and periods to which the they relate;
4. I have disclosed to the Corporation's Auditor, the Board of Directors and the Corporation's Audit and Financial Statement Committees, based on my current assessment of the internal control over financial reporting and disclosure:
   A. All the significant deficiencies and material weaknesses in the establishment or operation of the internal control over financial reporting and the disclosure that could reasonably have a negative impact on the corporation's ability to collect, process, summarize or report financial information in a way that calls into question the reliability of financial reporting and the preparation of financial statements in accordance with the provisions of the law; and -

   B. Any fraud, whether material or not, involving the CEO or those directly subordinate to him or involving other employees who have a significant role in the internal control over financial reporting and disclosure;
5. I, alone or together with others in the corporation:
   A. I have established controls and procedures, or verified the establishment and existence of controls and procedures under my supervision, designed to ensure that material information relating to the corporation, including its consolidated companies as defined in the Securities Regulations (Annual Financial Statements), 2010, insofar as it is relevant to the financial statements and other financial information included in the reports, brought to my attention by others in the corporation and the consolidated companies, in particular during the period of preparation of the reports; and -

   B. I have established controls and procedures, or verified the establishment and existence of controls and procedures under my supervision, intended to reasonably ensure the reliability of financial reporting and the preparation of financial statements in accordance with the provisions of the law, including in accordance with generally accepted accounting principles;

   C. I have assessed the effectiveness of the internal control over the financial reporting and disclosure, insofar as it relates to the financial statements and the other financial information contained in the reports as of the date of the reports, my conclusions regarding my assessment as stated were brought before the Board of Directors and management and are included in this report.

The aforesaid does not derogate from my responsibility or the responsibility of any other person, under any law.

Date: May 14, 2025

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Nir Peleg, CFO